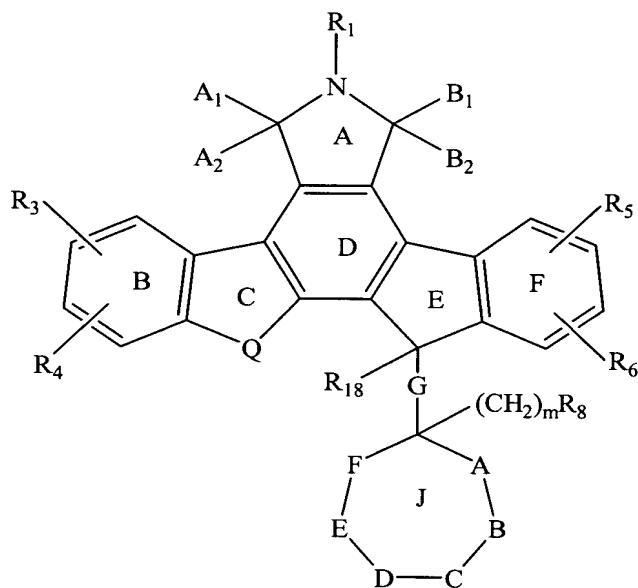
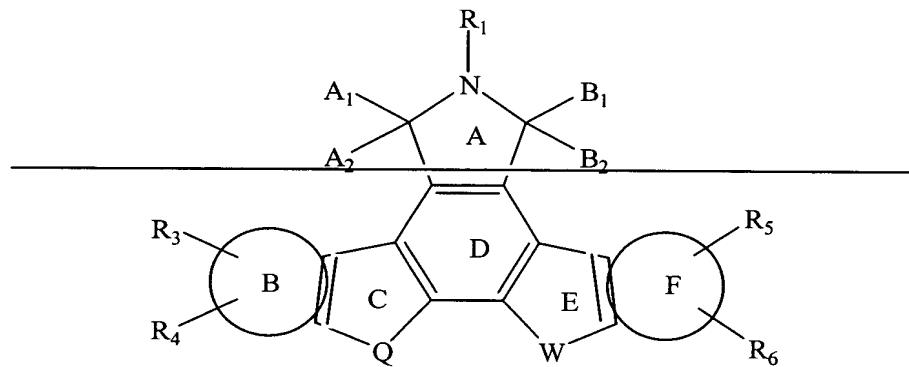


This listing of claims will replace all prior versions, and listings, of claims in the application.

Listing of Claims:

1. (currently amended) A compound having the Formula I Formula II(a):



wherein:

ring B and ring F, independently, and each together with the carbon atoms to which they are attached, are selected from the group consisting of:

- C /  
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Officel*
- a) ~~an unsaturated 6-membered carbocyclic aromatic ring in which from 1 to 3 carbon atoms may be replaced by nitrogen atoms;~~
  - b) ~~an unsaturated 5-membered carbocyclic aromatic ring, in which, optionally, either~~
    - 1) ~~one carbon atom is replaced with an oxygen, nitrogen, or sulfur atom;~~
    - 2) ~~two carbon atoms are replaced with a sulfur and a nitrogen atom, an oxygen and a nitrogen atom, or two nitrogen atoms; or~~
    - 3) ~~three carbon atoms are replaced with three nitrogen atoms;~~

$R^1$  is selected from the group consisting of:

- a) H, substituted or unsubstituted alkyl having from 1 to 4 carbons, substituted or unsubstituted aryl, substituted or unsubstituted arylalkyl, substituted or unsubstituted heteroaryl, or substituted or unsubstituted heteroarylalkyl;
- b)  $-C(=O)R^9$ , where  $R^9$  is selected from the group consisting of alkyl, aryl and heteroaryl;
- c)  $-OR^{10}$ , where  $R^{10}$  is selected from the group consisting of H and alkyl having from 1 to 4 carbons;
- d)  $-C(=O)NH_2$ ,  $-NR^{11}R^{12}$ ,  $-(CH_2)_pNR^{11}R^{12}$ ,  $-(CH_2)_pOR^{10}$ ,  $-O(CH_2)_pOR^{10}$  and  $-O(CH_2)_pNR^{11}R^{12}$ , wherein p is from 1 to 4; and wherein either
  - 1)  $R^{11}$  and  $R^{12}$  are each independently selected from the group consisting of H and alkyl having from 1 to 4 carbons; or
  - 2)  $R^{11}$  and  $R^{12}$  together form a linking group of the formula -  $(CH_2)_2-X^1-(CH_2)_2-$ , wherein  $X^1$  is selected from the group consisting of - O-, -S-, and -CH<sub>2</sub>-;

$R^2$  is selected from the group consisting of H, alkyl having from 1 to 4 carbons, -OH, alkoxy having from 1 to 4 carbons,  $-OC(=O)R^9$ ,  $-OC(=O)NR^{11}R^{12}$ ,  $-O(CH_2)_pNR^{11}R^{12}$ ,  $-O(CH_2)_pOR^{10}$ , substituted or unsubstituted arylalkyl having from 6 to 10 carbons, and substituted or unsubstituted heteroarylalkyl;

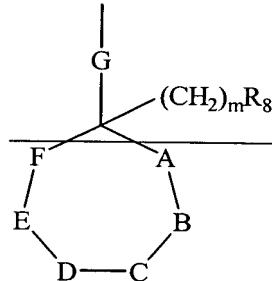
$R^3$ ,  $R^4$ ,  $R^5$  and  $R^6$  are each independently selected from the group consisting of:

- a) H, aryl, heteroaryl, F, Cl, Br, I, -CN, CF<sub>3</sub>, -NO<sub>2</sub>, -OH, -OR<sup>9</sup>,

- O(CH<sub>2</sub>)<sub>p</sub>NR<sup>11</sup>R<sup>12</sup>, -OC(=O)R<sup>9</sup>, -OC(=O)NR<sup>11</sup>R<sup>12</sup>, -O(CH<sub>2</sub>)<sub>p</sub>OR<sup>10</sup>, -CH<sub>2</sub>OR<sup>10</sup>, -NR<sup>11</sup>R<sup>12</sup>, -NR<sup>10</sup>S(=O)<sub>2</sub>R<sup>9</sup>, -NR<sup>10</sup>C(=O)R<sup>9</sup>,
- b) -CH<sub>2</sub>OR<sup>14</sup>, wherein R<sup>14</sup> is the residue of an amino acid after the hydroxyl group of the carboxyl group is removed;
- c) -NR<sup>10</sup>C(=O)NR<sup>11</sup>R<sup>12</sup>, -CO<sub>2</sub>R<sup>2</sup>, -C(=O)R<sup>2</sup>, -C(=O)NR<sup>11</sup>R<sup>12</sup>, -CH=NOR<sup>2</sup>, -CH=NR<sup>9</sup>, -(CH<sub>2</sub>)<sub>p</sub>NR<sup>11</sup>R<sup>12</sup>, -(CH<sub>2</sub>)<sub>p</sub>NHR<sup>14</sup>, or -CH=NNR<sup>2</sup>R<sup>2A</sup> wherein R<sup>2A</sup> is the same as R<sup>2</sup>;
- d) -S(O)<sub>y</sub>R<sup>2</sup>, -(CH<sub>2</sub>)<sub>p</sub>S(O)<sub>y</sub>R<sup>9</sup>, -CH<sub>2</sub>S(O)<sub>y</sub>R<sup>14</sup> wherein y is 0, 1 or 2;
- e) alkyl having from 1 to 8 carbons, alkenyl having from 2 to 8 carbons, and alkynyl having 2 to 8 carbons, wherein
- 1) each alkyl, alkenyl, or alkynyl group is unsubstituted; or
  - 2) each alkyl, alkenyl or alkynyl group is substituted with 1 to 3 groups selected from the group consisting of aryl having from 6 to 10 carbons, heteroaryl, arylalkoxy, heterocycloalkoxy, hydroxylalkoxy, alkyloxy-alkoxy, hydroxyalkylthio, alkoxy-alkylthio, F, Cl, Br, I, -CN, -NO<sub>2</sub>, -OH, -OR<sup>9</sup>, -X<sup>2</sup>(CH<sub>2</sub>)<sub>p</sub>NR<sup>11</sup>R<sup>12</sup>, -X<sup>2</sup>(CH<sub>2</sub>)<sub>p</sub>C(=O)NR<sup>11</sup>R<sup>12</sup>, -X<sup>2</sup>(CH<sub>2</sub>)<sub>p</sub>OC(=O)NR<sup>11</sup>R<sup>12</sup>, -X<sup>2</sup>(CH<sub>2</sub>)<sub>p</sub>CO<sub>2</sub>R<sup>9</sup>, X<sup>2</sup>(CH<sub>2</sub>)<sub>p</sub>S(O)<sub>y</sub>R<sup>9</sup>, -X<sup>2</sup>(CH<sub>2</sub>)<sub>p</sub>NR<sup>10</sup>C(=O)NR<sup>11</sup>R<sup>12</sup>, -OC(=O)R<sup>9</sup>, -OCONHR<sup>2</sup>, -O-tetrahydropyranyl, -NR<sup>11</sup>R<sup>12</sup>, -NR<sup>10</sup>CO<sub>2</sub>R<sup>9</sup>, -NR<sup>10</sup>C(=O)NR<sup>11</sup>R<sup>12</sup>, -NHC(=NH)NH<sub>2</sub>, NR<sup>10</sup>C(=O)R<sup>9</sup>, -NR<sup>10</sup>S(O)<sub>2</sub>R<sup>9</sup>, -S(O)<sub>y</sub>R<sup>9</sup>, -CO<sub>2</sub>R<sup>2</sup>, -C(=O)NR<sup>11</sup>R<sup>12</sup>, -C(=O)R<sup>2</sup>, -CH<sub>2</sub>OR<sup>10</sup>, -CH=NNR<sup>2</sup>R<sup>2A</sup>, -CH=NOR<sup>2</sup>, -CH=NR<sup>9</sup>, -CH=NNHCH(N=NH)NH<sub>2</sub>, -S(=O)<sub>2</sub>NR<sup>2</sup>R<sup>2A</sup>, -P(=O)(OR<sup>10</sup>)<sub>2</sub>, -OR<sup>14</sup>, and a monosaccharide having from 5 to 7 carbons wherein each hydroxyl group of the monosaccharide is independently either unsubstituted or is replaced by H, alkyl having from 1 to 4 carbons, alkylcarbonyloxy having from 2 to 5 carbons, or alkoxy having from 1 to 4 carbons;

X<sup>2</sup> is O, S, or NR<sup>10</sup>;

R<sup>7</sup> is



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wherein:

m is 0-4;

G is a bond; or alkylene having 1 to 4 carbons, wherein the alkylene group is unsubstituted, or substituted with NR<sup>11A</sup>R<sup>12A</sup> or OR<sup>19</sup>;

R<sup>11A</sup> and R<sup>12A</sup> are the same as R<sup>11</sup> and R<sup>12</sup>;

R<sup>19</sup> is selected from the group consisting of H, alkyl, acyl, and C(=O)NR<sup>11A</sup>R<sup>12A</sup>;

R<sup>8</sup> is selected from the group consisting of O(C=O)NR<sup>11</sup>R<sup>12</sup>, -CN, acyloxy, alkenyl, -O-CH<sub>2</sub>-O-(CH<sub>2</sub>)<sub>2</sub>-O-CH<sub>3</sub>, halogen and R<sup>1A</sup> wherein R<sup>1A</sup> is the same as R<sup>1</sup>;

~~A and B are independently selected from the group consisting of O, N, S, CHR<sup>17</sup>, C(OH)R<sup>17</sup>, C(=O), and CH<sub>2</sub>=C; or A and B together can form CH=CH;~~

~~C and D are independently selected from the group consisting of a bond, O, N, S, CHR<sup>17</sup>, C(OH)R<sup>17</sup>, C(=O) and CH<sub>2</sub>=C;~~

~~E and F are independently selected from the group consisting of a bond, O, N, S, C(=O), and CH(R<sup>17</sup>);~~

~~R<sup>17</sup> is selected from the group consisting of H, substituted or unsubstituted alkyl, alkoxycarbonyl, and substituted or unsubstituted alkoxy;~~

~~wherein:~~

~~1) ring J contains 0 to 3 ring heteroatoms;~~

~~2) any two adjacent hydroxyl groups of ring J can be joined in a dioxolane ring;~~

~~3) any two adjacent ring carbon atoms of ring J can be joined to form a fused aryl or heteroaryl ring;~~

~~4) any two adjacent ring nitrogen atoms of ring J can be joined to form a fused heterocyclic ring which can be substituted with 1 to 3 alkyl or aryl groups;~~

~~provided that:~~

~~1) ring J contain at least one carbon atom that is saturated;~~

~~2) ring J not contain two adjacent ring O atoms;~~

~~3) ring J contains a maximum of two ring C(=O) groups;~~

~~4) when G is a bond, ring J can be heteroaryl;~~

A, B, C, D, E, and F are, independently, selected from the group consisting of a bond, O, and CH<sub>2</sub>, and ring J is a 3 to 7 membered ring that does not contain two adjacent O atoms;

~~Q is selected from the group consisting of O, S, NR<sup>13</sup>, NR<sup>7A</sup>, wherein R<sup>7A</sup> is the same as R<sup>7</sup>, CHR<sup>15</sup>, X<sup>3</sup>CH(R<sup>15</sup>), and CH(R<sup>15</sup>)X<sup>3</sup>, wherein X<sup>3</sup> is selected from the group consisting of BO, S, CH<sub>2</sub>, NR<sup>7A</sup>, and NR<sup>13</sup>;~~

~~W is selected from the group consisting of CR<sup>18</sup>R<sup>7</sup> and CHR<sup>50</sup>, where R<sup>50</sup> is alkyl having from 1 to 4 carbons, OH, alkoxy having from 1 to 4 carbons, OC(=O)R<sup>9</sup>, OC(=O)NR<sup>11</sup>R<sup>12</sup>, O(CH<sub>2</sub>)<sub>p</sub>NR<sup>11</sup>R<sup>12</sup>, O(CH<sub>2</sub>)<sub>p</sub>OR<sup>10</sup>, substituted or unsubstituted arylalkyl having from 6 to 10 carbons, and substituted or unsubstituted heteroarylalkyl;~~

~~R<sup>13</sup> is selected from the group consisting of H, -SO<sub>2</sub>R<sup>9</sup>, -CO<sub>2</sub>R<sup>9</sup>, -C(=O)R<sup>9</sup>, -C(=O)NR<sup>11</sup>R<sup>12</sup>, alkyl of 1-8 carbons, alkenyl having 2-8 carbons, and alkynyl having 2-8 carbons; and either~~

~~1) the alkyl, alkenyl, or alkynyl group is unsubstituted; or~~

~~2) the alkyl, alkenyl, or alkynyl group independently is~~

~~substituted with 1 to 3 groups selected from the group consisting of aryl having from 6 to 10 carbons, heteroaryl, arylalkoxy, heterocycloalkoxy, hydroxylalkoxy, alkyloxy-alkoxy, hydroxyalkylthio, alkoxy-alkylthio, F, Cl, Br, I, -CN, -NO<sub>2</sub>, -OH, -OR<sup>9</sup>, -X<sup>2</sup>(CH<sub>2</sub>)<sub>p</sub>NR<sup>11</sup>R<sup>12</sup>, -X<sup>2</sup>(CH<sub>2</sub>)<sub>p</sub>C(=O)NR<sup>11</sup>R<sup>12</sup>, -X<sup>2</sup>(CH<sub>2</sub>)<sub>p</sub>OC(=O)NR<sup>11</sup>R<sup>12</sup>, -X<sup>2</sup>(CH<sub>2</sub>)<sub>p</sub>CO<sub>2</sub>R<sup>9</sup>, X<sup>2</sup>(CH<sub>2</sub>)<sub>p</sub>S(O)<sub>y</sub>R<sup>9</sup>, -~~

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$X^2(CH_2)_pNR^{10}C(=O)NR^{11}R^{12}$ ,  $-OC(=O)R^9$ ,  $-OCONHR^2$ ,  $-O-$   
tetrahydropyranyl,  $-NR^{11}R^{12}$ ,  $-NR^{10}CO_2R^9$ ,  $-NR^{10}C(=O)NR^{11}R^{12}$ ,  
 $NHC(=NH)NH_2$ ,  $NR^{10}C(=O)R^9$ ,  $-NR^{10}S(O)_2R^9$ ,  $-S(O)_yR^9$ ,  $-CO_2R^2$ ,  
 $C(=O)NR^{11}R^{12}$ ,  $-C(=O)R^2$ ,  $-CH_2OR^{10}$ ,  $-CH=NNR^2R^{2A}$ ,  $-CH=NOR^2$ ,  
 $CH=NR^9$ ,  $-CH=NNHCH(N=NH)NH_2$ ,  $-S(=O)_2NR^2R^{2A}$ ,  $-P(=O)(OR^{10})_2$ ,  $-OR^{14}$ ,  
and a monosaccharide having from 5 to 7 carbons wherein each hydroxyl  
group of the monosaccharide is independently either unsubstituted or is  
replaced by H, alkyl having from 1 to 4 carbons, alkylcarbonyloxy having  
from 2 to 5 carbons, or alkoxy having from 1 to 4 carbons;

$R^{15}$  is selected from the group consisting of H,  $OR^{10}$ ,  $SR^{10}$ ,  $R^{7A}$ , and  $R^{16}$ ;

$R^{16}$  is selected from the group consisting of alkyl of 1 to 4 carbons; phenyl; naphthyl;  
aryalkyl having 7 to 15 carbons,  $SQ_2R^9$ ,  $CO_2R^9$ ,  $C(=O)R^9$ , alkyl having 1-8  
carbons; alkenyl having 2 to 8 carbons, and alkynyl having 2 to 8 carbons,  
wherein

1) each alkyl, alkenyl, or alkynyl group is unsubstituted; or  
2) each alkyl, alkenyl, or alkynyl group is substituted with 1 to  
3 groups selected from the group consisting of aryl having from 6 to 10  
carbons, heteroaryl, arylalkoxy, heterocycloalkoxy, hydroxylalkoxy, alkyloxy-  
alkoxy, hydroxylalkylthio, alkoxyalkylthio, F, Cl, Br, I, CN,  $NO_2$ , OH,  
 $OR^9$ ,  $X^2(CH_2)_pNR^{11}R^{12}$ ,  $X^2(CH_2)_pC(=O)NR^{11}R^{12}$ ,  
 $X^2(CH_2)_pOC(=O)NR^{11}R^{12}$ ,  $X^2(CH_2)_pCO_2R^9$ ,  $X^2(CH_2)_pS(O)_yR^9$ ,  
 $X^2(CH_2)_pNR^{10}C(=O)NR^{11}R^{12}$ ,  $OC(=O)R^9$ ,  $OCONHR^2$ ,  $O-$   
tetrahydropyranyl,  $NR^{11}R^{12}$ ,  $NR^{10}CO_2R^9$ ,  $NR^{10}C(=O)NR^{11}R^{12}$ ,  
 $NHC(=NH)NH_2$ ,  $NR^{10}C(=O)R^9$ ,  $NR^{10}S(O)_2R^9$ ,  $S(O)_yR^9$ ,  $CO_2R^2$ ,  
 $C(=O)NR^{11}R^{12}$ ,  $C(=O)R^2$ ,  $CH_2OR^{10}$ ,  $CH=NNR^2R^{2A}$ ,  $CH=NOR^2$ ,  
 $CH=NR^9$ ,  $CH=NNHCH(N=NH)NH_2$ ,  $S(=O)_2NR^2R^{2A}$ ,  $P(=O)(OR^{10})_2$ ,  $OR^{14}$ ,  
and a monosaccharide having from 5 to 7 carbons wherein each hydroxyl  
group of the monosaccharide is independently either unsubstituted or is  
replaced by H, alkyl having from 1 to 4 carbons, alkylcarbonyloxy having  
from 2 to 5 carbons, or alkoxy having from 1 to 4 carbons;

$R^{18}$  is selected from the group consisting of  $R^2$ , thioalkyl of 1-4 carbons, and halogen;

A<sup>1</sup> and A<sup>2</sup> are selected from the group consisting of H, H; H, OR<sup>2</sup>; H, -SR<sup>2</sup>; H, N(R<sup>2</sup>)<sub>2</sub>; and a group wherein A<sup>1</sup> and A<sup>2</sup> together form a moiety selected from the group consisting of =O, =S, and =NR<sup>2</sup>;

B<sup>1</sup> and B<sup>2</sup> are selected from the group consisting of H, H; H, -OR<sup>2</sup>; H, -SR<sup>2</sup>; H, N(R<sup>2</sup>)<sub>2</sub>; and a group wherein B<sup>1</sup> and B<sup>2</sup> together form a moiety selected from the group consisting of =O, =S, and =NR<sup>2</sup>; with the proviso that at least one of the pairs A<sup>1</sup> and A<sup>2</sup>, or B<sup>1</sup> and B<sup>2</sup>, form =O;  
~~with the proviso that when Q is NH or NR<sup>7A</sup>, and in any R<sup>7</sup> or R<sup>7A</sup> group m is 0 and G is a bond, R<sup>8</sup> is H, and R<sup>7</sup> or R<sup>7A</sup> contains one ring hetero oxygen atom at position A in a 5- or 6-membered ring, then B cannot be CHR<sup>17</sup> where R<sup>17</sup> is substituted or unsubstituted alkyl; and~~  
~~with the further proviso that the compound of Formula I contains one R<sup>7</sup> or R<sup>7A</sup> group or both an R<sup>7</sup> and R<sup>7A</sup> group.~~

2. (currently amended) The compound of claim 1 wherein:

~~A and B are independently selected from the group consisting of O, N, S, CHR<sup>17</sup>, C(OH)R<sup>17</sup>, C(=O), and CH<sub>2</sub>=C;~~

~~R<sup>17</sup> is selected from the group consisting of H, substituted or unsubstituted alkyl, and substituted or unsubstituted alkoxy; wherein:~~

- ~~1) ring J contains 0 to 3 ring heteroatoms;~~
- ~~2) any two adjacent hydroxyl groups of ring J can be joined in a dioxolane ring;~~
- ~~3) any two adjacent ring carbon atoms of ring J can be joined to form a fused aryl or heteroaryl ring;~~

~~provided that:~~

- ~~1) ring J contain at least one carbon atom that is saturated;~~
- ~~2) ring J not contain two adjacent ring O atoms;~~
- ~~3) ring J contains a maximum of two ring C(=O) groups;~~
- ~~4) when G is a bond, ring J can be heteroaryl; and~~

~~R<sup>8</sup> is selected from the group consisting of O(C=O)NR<sup>11</sup>R<sup>12</sup>, acyloxy, alkenyl, -O-CH<sub>2</sub>-O-(CH<sub>2</sub>)<sub>2</sub>-O-CH<sub>3</sub>, halogen and R<sup>1A</sup> where R<sup>1A</sup> is the same as R<sup>1</sup>.~~

DOCKET NO.: CEPH-0939  
Application No.: 09/500,849  
Office Action Dated: December 19, 2002

PATENT  
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PROCEDURE PURSUANT TO  
37 CFR § 1.116

3. (currently amended) The compound of ~~claim 2~~ claim 1 wherein R<sup>1</sup>, R<sup>4</sup> and R<sup>6</sup> are H.
4. (canceled)
5. (original) The compound of claim 3 wherein one of A<sub>1</sub>,A<sub>2</sub> or B<sub>1</sub>,B<sub>2</sub> is H,H and the other is =O.
6. (currently amended) The compound of ~~claim 2~~ claim 1 wherein R<sup>1</sup>, R<sup>4</sup>, R<sup>5</sup>, R<sup>6</sup> and R<sup>8</sup> are H.
7. (currently amended) The compound of ~~claim 2~~ claim 1 wherein R<sup>3</sup> and R<sup>5</sup> are independently selected from the group consisting of H, alkoxy, halogen, alkoxyalkyl, alkoxy-alkoxyalkyl and alkoxy-alkoxycarbonyl.
8. (canceled)
9. (canceled)
10. (currently amended) The compound of ~~claim 9~~ claim 1 wherein R<sup>13</sup> is H.
11. (canceled)
12. (canceled)
13. (currently amended) The compound of ~~claim 12~~ claim 1 wherein R<sup>18</sup> is H or lower alkyl.
14. (currently amended) The compound of ~~claim 2~~ claim 1 wherein R<sup>7</sup> J is a 3-, 4-, 5- or 6-membered carbocyclic ring, or a 5- or 6-membered heterocyclic ring which contains one or two ring O, N, or S atoms.

15. (currently amended) The compound of claim 14 wherein  $R^7$  J is a heterocyclic ring having one ring O, N, or S hetero atom.

16. (canceled)

17. (currently amended) The compound of ~~claim 2~~ claim 1 wherein G is a bond or CH<sub>2</sub>.

18. (currently amended) The compound of ~~claim 2~~ claim 1 wherein m is 0 or 1.

19. (currently amended) The compound of ~~claim 2~~ claim 1 wherein R<sup>8</sup> is H, OH, halogen, ethenyl, acyloxy, alkoxy, substituted or unsubstituted phenyl, substituted or unsubstituted heteroaryl, or hydroxyalkyl.

20. (original) The compound of claim 19 wherein R<sup>8</sup> is H or OH.

21. (canceled)

22. (canceled)

23. (canceled)

24. (canceled)

25. (canceled)

26. (canceled)

27. (canceled)

28. (canceled)

29. (currently amended) The compound of claim 21 claim 1 wherein R<sup>1</sup>, R<sup>4</sup> and R<sup>6</sup> are H; one of A<sub>1</sub>,A<sub>2</sub> or B<sub>1</sub>,B<sub>2</sub> is H,H and the other is =O; R<sup>3</sup> and R<sup>5</sup> are, independently selected from the group consisting of H, alkoxy, halogen, alkoxyalkyl, alkoxy-alkoxyalkyl and alkoxy-alkoxycarbonyl; G is a bond or CH<sub>2</sub>; W is ~~CH<sub>2</sub> or CR<sup>18</sup>R<sup>7</sup>~~; and R<sup>8</sup> is selected from the group consisting of H, OH, halogen, ethenyl, acyloxy, alkoxy, substituted or unsubstituted phenyl, substituted or unsubstituted heteroaryl, and hydroxyalkyl; and Q is NR<sup>13</sup> or NR<sup>7A</sup>.

30. (original) The compound of claim 29 wherein R<sup>8</sup> is H or OH.

31. (currently amended) The compound of claim 21 claim 1 wherein Q is NR<sup>13</sup> where R<sup>13</sup> is H, G is a bond; W is ~~CR<sup>18</sup>R<sup>7</sup>~~ where R<sup>18</sup> is H or lower alkyl; and R<sup>3</sup> and R<sup>5</sup> are independently selected from the group consisting of H, alkoxy, and alkoxy-alkoxycarbonyl.

32. (currently amended) The compound of claim 31 wherein R<sup>7</sup> J is a 3-, 4-, 5- or 6-membered carbocyclic ring, or a 5- or 6-membered heterocyclic ring which contains one or two ring O,N, or S atoms.

33. (currently amended) The compound of claim 31 wherein R<sup>7</sup> J is a heterocyclic ring having one ring O,N, or S hetero atom.

34. (canceled)

35. (currently amended) The compound of claim 31 wherein the constituent variables of the compounds of Formula II are selected in accordance with Table 7 the following table:

A1A2	B1B2	R3	R5	R18	m	R8	A	B	C	D	E	F
H2	O	H	H	H	0	OH	CH2	CH2	N(Bn)	bond	CH2	CH2
H2	O	H	H	H	0	OH	CH2	CH2	O	bond	CH2	CH2
H2	O	H	H	H	1	H	O	CH2	CH2	CH2	bond	bond
H2	O	H	H	H	0	H	O	C(=O)	CH2	CH2	CH2	bond

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H <sub>2</sub>	O	H	H	H	O	H	O	C(=O)	<u>CH<sub>2</sub></u>	<u>CH<sub>2</sub></u>	<u>CH<sub>2</sub></u>	<u>bond</u>	<u>bond</u>
H <sub>2</sub>	O	H	H	H	H	O	O	<u>CH<sub>2</sub></u>	<u>CH<sub>2</sub></u>	<u>CH<sub>2</sub></u>	<u>CH<sub>2</sub></u>	<u>bond</u>	<u>bond</u>
H <sub>2</sub>	O	H	H	H	H	O	(p)-F-phenyl	O	<u>CH<sub>2</sub></u>	<u>CH<sub>2</sub></u>	<u>CH<sub>2</sub></u>	<u>bond</u>	<u>bond</u>
H <sub>2</sub>	O	H	H	H	H	O	2-thienyl	O	<u>CH<sub>2</sub></u>	<u>CH<sub>2</sub></u>	<u>CH<sub>2</sub></u>	<u>bond</u>	<u>bond</u>
H <sub>2</sub>	O	H	H	H	H	O	OH	<u>CH<sub>2</sub></u>	<u>CH<sub>2</sub></u>	N(Me)	<u>bond</u>	CH <sub>2</sub>	<u>CH<sub>2</sub></u>
H <sub>2</sub>	O	H	H	H	H	O	H	<u>CH<sub>2</sub></u>	S	<u>CH<sub>2</sub></u>	CH(OH)	<u>bond</u>	<u>bond</u>
H <sub>2</sub>	O	H	H	H	H	1	H	O	<u>CH<sub>2</sub></u>	<u>CH<sub>2</sub></u>	<u>CH<sub>2</sub></u>	<u>CH<sub>2</sub></u>	<u>bond</u>
H <sub>2</sub>	O	H	H	H	H	0	H	O	<u>CH<sub>2</sub></u>	<u>CH<sub>2</sub></u>	<u>CH<sub>2</sub></u>	<u>CH<sub>2</sub></u>	<u>bond</u>
H <sub>2</sub>	O	H	H	H	H	0	OH	<u>CH<sub>2</sub></u>	<u>CH<sub>2</sub></u>	S	<u>bond</u>	<u>CH<sub>2</sub></u>	<u>CH<sub>2</sub></u>
H <sub>2</sub>	O	H	H	H	H	0	OH	<u>CH<sub>2</sub></u>	1,6-benzo-fused		<u>bond</u>	<u>CH<sub>2</sub></u>	<u>CH<sub>2</sub></u>
H <sub>2</sub>	O	H	H	H	H	0	OH	CH <sub>2</sub>	<u>N(Et)</u>	<u>CH<sub>2</sub></u>	<u>bond</u>	CH <sub>2</sub>	<u>CH<sub>2</sub></u>
H <sub>2</sub>	O	H	H	H	H	0	OH	CH[CH <sub>2</sub> CH <sub>2</sub> -N(CH <sub>2</sub> ) <sub>2</sub> O]	<u>bond</u>	<u>bond</u>	<u>CH<sub>2</sub></u>	<u>CH<sub>2</sub></u>	
H <sub>2</sub>	O	H	H	H	H	0	OH	<u>CH<sub>2</sub></u>	<u>CH<sub>2</sub></u>	<u>CH<sub>2</sub></u>	<u>bond</u>	<u>bond</u>	<u>bond</u>
H <sub>2</sub>	O	H	H	H	H	3	Cl	O	<u>CH<sub>2</sub></u>	<u>CH<sub>2</sub></u>	<u>CH<sub>2</sub></u>	<u>bond</u>	<u>bond</u>
H <sub>2</sub>	O	H	H	H	H	1	O(C=O)-t-Bu	O	<u>CH<sub>2</sub></u>	<u>CH<sub>2</sub></u>	<u>CH<sub>2</sub></u>	<u>bond</u>	<u>bond</u>
H <sub>2</sub>	O	H	H	H	H	1	OH	O	<u>CH<sub>2</sub></u>	<u>CH<sub>2</sub></u>	<u>CH<sub>2</sub></u>	<u>bond</u>	<u>bond</u>
H <sub>2</sub>	O	H	H	H	H	1	O(C=O)CH <sub>3</sub>	O	<u>CH<sub>2</sub></u>	<u>CH<sub>2</sub></u>	<u>CH<sub>2</sub></u>	<u>bond</u>	<u>bond</u>
H <sub>2</sub>	O	H	H	H	H	0	H	O	CH(OH)	<u>CH<sub>2</sub></u>	<u>CH<sub>2</sub></u>	<u>bond</u>	<u>bond</u>
H <sub>2</sub>	O	H	H	H	H	0	OH	<u>CH<sub>2</sub></u>	<u>CH<sub>2</sub></u>	N[(C=O)CH <sub>3</sub> ] <sub>1</sub>	<u>bond</u>	CH <sub>2</sub>	<u>CH<sub>2</sub></u>
H <sub>2</sub>	O	H	H	H	H	1	H	O	<u>CH<sub>2</sub></u>	-C(=CH <sub>2</sub> )-	<u>CH<sub>2</sub></u>	<u>bond</u>	<u>bond</u>
H <sub>2</sub>	O	H	H	H	H	1	H	O	<u>CH<sub>2</sub></u>	-C(OH)(CH <sub>2</sub> OH)-	<u>CH<sub>2</sub></u>	<u>bond</u>	<u>bond</u>
H <sub>2</sub>	O	H	H	H	H	1	H	O	<u>CH<sub>2</sub></u>	-C(=O)-	<u>CH<sub>2</sub></u>	<u>bond</u>	<u>bond</u>

A      B      C      D      E      F

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H2	O	H	H	H	O	-CH=CH2	O	CH2	CH2	CH2	bond	bond
H2	O	H	H	H	O	-CH(OH)CH2-	O	CH2	CH2	CH2	bond	bond
H2	O	H	H	H	1	H	O	CH2	CH2	CH2	bond	bond
H2	O	H	H	H	1	H	O	CH2	CH2	CH2	bond	bond
H2	O	H	H	H	1	-OCH2OCH2-	O	C(=O)-	CH2	CH2	bond	bond
H2	O	H	H	Et	1	-O(C=O)CH2-	O	CH2	CH2	CH2	bond	bond
H2	O	H	H	H	1	OH	O	C(=O)-	CH2	CH2	bond	bond
H2	O	H	H	Et	1	OH	O	CH2	CH2	CH2	bond	bond
H2	O	H	H	H	1	OH	O	CH2	CH2	CH2	bond	bond
H2	O	H	H	H	1	OH	O	CH2	CH2	CH2	bond	bond
O	H2	H	H	H	1	H	O	CH2	CH2	CH2	bond	bond
H2	O	H	H	H	O	H	O	CH(OH)	CH2	CH2	bond	bond
H2	O	H	H	H	O	H	O	CH(OEt)	CH2	CH2	bond	bond
H2	O	H	H	H	O	H	O	CH(OEt)	CH2	CH2	bond	bond
H2	O	H	H	H	O	OH	O	CH2	CH2	CH2	bond	bond
H2	O	H	H	H	O	OH	O	CH2	CH2	CH(OH)	bond	bond
H2	O	H	H	H	1	Cl	O	CH2	CH2	CH2	bond	bond
H2	O	H	H	H	O	H	O	1,6-[2,4-(OMe)2]-benzo-fused	CH2	CH2	bond	bond
H2	O	H	H	H	O	H	O	1,6-[2,4-(OMe)2]-benzofused	CH2	CH2	bond	bond
H2	O	H	H	Et	O	H	O	1,6-[2,4-(OMe)2]-benzofused	CH2	CH2	bond	bond
H2	O	H	H	H	O	OH	C(=O)	O	CH2	-C(CH3)2	bond	bond

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H2	Q	H	H	H	o	OH	O	-CH[O(CMe2)O]CH-	CH2	bond	bond
H2	o	H	H	H	o	OH	CH2	CH2	CH2	CH2	bond
H2	o	H	H	H	1	H	O	CH(OEt)	CH2	O	CH2 bond
H2	o	H	H	H	1	H	O	CH(OEt)	CH2	O	CH2 bond
H2	o	H	H	H	1	H	O	CH(OEt)	CH2	O	CH2 bond
H2	o	<u>3-C(=O)O-</u> <u>CH2CH2-OCH3</u>	H	H	o	H	O	CH(OCH2- CH2OCH3)	CH2	CH2	bond bond
H2	o	H	<u>10-O-</u> <u>Me</u>	H	1	OH	O	CH2	CH2	CH2	bond bond
H2	o	H	<u>10-O-</u> <u>Me</u>	H	1	OH	O	CH(OEt)	CH2	CH2	bond bond
H2	o	H	H	H	o	H	CH(CO OEt)	C(=O)	CH2	CH2	bond bond
O	o	H	H	H	o	H	CH(CO OEt)	C(=O)	CH2	CH2	bond bond
H2	o	H	H	H	o	H	CH2	CH2	CH2	CH2	bond bond
H2	o	H	H	H	o	H	C(=O)	O	CH2	CH2	bond bond
H2	o	H	H	H	1	<u>OC(=O)NHEt</u>	O	CH2	CH2	CH2	bond bond
H2	o	H	H	H	1	OH	O	CH2	CH2	CH2	bond bond.

36. (original) The compound of claim 31 wherein R<sup>8</sup> is H or OH.

37. (currently amended) The compound of ~~claim 21~~ claim 1 wherein Q is NR<sup>7A</sup>; R<sup>5</sup> and R<sup>8</sup> are H; W is CH<sub>2</sub>; m is 0; G is a bond or CH<sub>2</sub>; and R<sup>3</sup> is independently selected from the group consisting of H, halogen, alkoxyalkyl, and alkoxy-alkoxyalkyl.

38. (canceled)

39. (canceled)

40. (canceled)

41. (canceled)

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42. (canceled)

43. (currently amended) The compound of ~~claim 42~~ claim 1 wherein R<sup>5</sup> is attached to the 10-position.

*C /  
Amended*

44. (original) The compound of claim 43 wherein R<sup>5</sup> is alkoxy.

45. (original) The compound of claim 43 wherein R<sup>5</sup> is -O-CH<sub>3</sub>.

46. (original) The compound of claim 45 wherein R<sup>8</sup> is -OH.

47. (original) The compound of claim 43 wherein R<sup>5</sup> is H.

48. (original) The compound of claim 47 wherein R<sup>8</sup> is -OH.

49. (original) The compound of claim 43 wherein R<sup>5</sup> is H and R<sup>8</sup> is -O-C(=O)-alkyl.

50. (currently amended) The compound of claim 49 wherein R<sup>8</sup> is -O-(C=O)-CH<sub>3</sub>  
-O-C(=O)-CH<sub>3</sub>.

51. (currently amended) The compound of ~~claim 21~~ claim 1 wherein R<sup>1</sup>, R<sup>3</sup>, R<sup>4</sup>, R<sup>5</sup> and R<sup>6</sup> are each H; A<sub>1</sub>,A<sub>2</sub> is H,H; and B<sub>1</sub>,B<sub>2</sub> is =O.

52. (canceled)

53. (canceled)

54. (canceled)

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55. (currently amended) The compound of ~~claim 54~~ claim 51 wherein R<sup>7A</sup> is G is CH<sub>2</sub>, m is 0, R<sup>8</sup> is -CN, and ring J is cyclopropyl.

56. (currently amended) The compound of claim 1 wherein R<sup>1</sup>, R<sup>3</sup>, R<sup>4</sup>, R<sup>5</sup> and R<sup>6</sup> are each H; A<sub>1</sub>,A<sub>2</sub> is H,H; B<sub>1</sub>,B<sub>2</sub> is =O, Q is NH, and W is CR<sub>18</sub>R<sub>7</sub> where R<sup>18</sup> is H.

*C*  
*C*  
*on*  
57. (canceled)

58. (canceled)

59. (canceled)

60. (canceled)

61. (canceled)

62. (canceled)

63. (original) A pharmaceutical composition comprising a compound of claim 1 and a pharmaceutically acceptable carrier.

64. (previously amended) A pharmaceutical composition for treating prostate disorders comprising a compound of claim 1 and a pharmaceutically acceptable carrier.

65. (currently amended) The pharmaceutical composition of ~~claim 23~~ claim 64 wherein the prostate disorder is prostate cancer or benign prostate hyperplasia.

66. (canceled)

67. (canceled)

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68. (canceled)

69. (canceled)

70. (canceled)

71. (canceled)

72. (canceled)

73. (currently amended) A method for treating prostate disorders which comprises administering to a host in need of such treatment ~~or prevention~~ a therapeutically effective amount of a compound of claim 1.

74. (original) The method of claim 73 wherein the prostate disorder is prostate cancer or benign prostate hyperplasia.

75. (canceled)

76. (canceled)

77. (canceled)

78. (canceled)

79. (canceled)

80. (canceled)

81. (canceled)

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82. (canceled)

83. (canceled)

84. (canceled)

85. (canceled)

86. (canceled)

87. (canceled)

88. (canceled)

89. (canceled)

90. (canceled)

91. (canceled)

92. (canceled)

93. (canceled)

94. (canceled)

95. (canceled)